

## **Six-Year Index**

### **Index to Volumes 11 through 16 of the *Securities Regulation Law Journal***

#### **Articles by Topic**

##### **Accountants**

- Brodsky & Swanson, "The Expanded Liability of Accountants for Negligence," Vol. 12, No. 3 (Fall 1984), p. 252.
- May, "Accountants and the SEC: How to Avoid the Appearance of 'Opinion Shopping,'" Vol. 15, No. 2 (Summer 1987), p. 154.
- Schy, "Privity and Accountants' Liability," Vol. 16, No. 1 (Spring 1988), p. 54.

##### **Acquisitions and Tender Offers**

- Block, Barton & Roth, "State Takeover Statutes: The 'Second Generation,'" Vol. 13, No. 4 (Winter 1986), p. 332.
- Block & Miller, "The Responsibilities and Obligations of Corporate Directors in Takeover Contests," Vol. 11, No. 1 (Spring 1983), p. 44.
- Booth, "Is There Any Valid Reason Why Target Managers Oppose Tender Offers?" Vol. 14, No. 1 (Spring 1986), p. 43.
- Finkelstein, "Antitakeover Protection Against Two-Tier and Partial Tender Offers: The Validity of Fair Price, Mandatory Bid, and Flip-Over Provisions Under Delaware Law," Vol. 11, No. 4 (Winter 1984), p. 291.
- Herzel & Shepro, "The Changing Fortunes of Takeover Defenses," Vol. 15, No. 2 (Summer 1987), p. 116.
- Johnson & Millon, "Does the Williams Act Preempt State Common Law in Hostile Takeovers?" Vol. 16, No. 4 (Winter 1989), p. 339.
- Profusek, Bober & Johnson, "An Overview of Current Basic Takeover Planning Techniques," Vol. 14, No. 3 (Fall 1986) p. 195.

Quinn & Rudoff, "Takeover on Consent: A View From the Inside," Vol. 12, No. 1 (Spring 1984), p. 3.

Rosenzweig & Orens, "Tipping the Scales—The Business Judgment Rule in the Antitakeover Context," Vol. 14, No. 1 (Spring 1986), p. 23.

### **Arbitration**

Brown, Shell & Tyson, "Arbitration of Customer-Broker Disputes Arising Under the Federal Securities Laws and RICO," Vol. 15, No. 1 (Spring 1987), p. 3.

Lipton, "The Standard on Which Arbitrators Base Their Decisions: The SROs Must Decide," Vol. 16, No. 1 (Spring 1988), p. 3.

### **Attorney's Fees**

Batista, "Counsel Fees in Derivative Litigation: End of the Golden Harvest?" Vol. 11, No. 2 (Summer 1983), p. 153.

### **Brokers**

Brennan, "The Role of the SIPC in Brokerage Failures: A Case Study of the Demise of Bell and Beckwith," Vol. 13, No. 1 (Spring 1985), p. 18.

Browning & Jackson, "Brokers Beware! Private Cause of Action May Exist Under Margin Account Disclosure Rules," Vol. 13, No. 1 (Spring 1985), p. 3.

Sabino, "The Role of Bankruptcy Courts in Stockbrokerage Liquidations," Vol. 16, No. 3 (Fall 1988), p. 227.

### **Business Judgment Rule**

Brennan, "New Cases on the Business Judgment Rule: Defending Defensive Tactics Becomes More Difficult," Vol. 14, No. 3 (Fall 1986), p. 245.

Rosenzweig & Orens, "Tipping the Scales—The Business Judgment Rule in the Antitakeover Context," Vol. 14, No. 1 (Spring 1986), p. 23.

**Common Shares**

Kerbel, "An Examination of Nonvoting and Limited Voting Common Shares—Their History, Legality, and Validity," Vol. 15, No. 1 (Spring 1987), p. 37.

Kerbel, "An Examination of Nonvoting and Limited Voting Common Shares—Their History, Legality, and Validity (Part II)," Vol. 15, No. 2 (Summer 1987), p. 165.

**Definition of Security**

Darrell, "Redefining a 'Security': Is the Sale of a Business Through a Stock Transfer Subject to the Federal Securities Laws?" Vol. 12, No. 1 (Spring 1984), p. 22.

Orbe, "A Security: The Quest for a Definition," Vol. 12, No. 3 (Fall 1984), p. 220.

**Delaware**

Finkelstein, "Antitakeover Protection Against Two-Tier and Partial Tender Offers: The Validity of Fair Price, Mandatory Bid, and Flip-Over Provisions Under Delaware Law," Vol. 11, No. 4 (Winter 1984), p. 291.

Veasey & Finkelstein, "The Delaware Business Combinations Statute: An Opportunity for Reassessment," Vol. 16, No. 2 (Summer 1988), p. 157.

**Disclosure**

Bagby & Ruhnka, "The Obligation to Disclose Business Plans Under Extraordinary and Adverse Conditions," Vol. 15, No. 1 (Spring 1987), p. 69.

Herzel & Shepro, "Setting the Boundaries for Disclosure," Vol. 16, No. 2 (Summer 1988), p. 179.

**Disgorgement**

Musslewhite, "The Measure of the Disgorgement Remedy in SEC Enforcement Actions," Vol. 12, No. 2 (Summer 1984), p. 138.

**ERISA**

Raymond, "ERISA Trusts and Tender Offers," Vol. 13, No. 3 (Fall 1985), p. 253.

**Fair Price Clause**

Kelly, "The Origin and Development of the Fair Price Clause," Vol. 15, No. 3 (Fall 1987), p. 267.

**Foreign Investors**

Larose, "Conflicts, Contacts, and Cooperation: Extraterritorial Application of the United States Securities Laws," Vol. 12, No. 2 (Summer 1984), p. 99.

Morgenstern, "Real Estate Securities and the Foreign Investor—Some Problems and a Proposal," Vol. 11, No. 4 (Winter 1984), p. 332.

**Glass-Steagall Act**

Janvey, "Securities Activities of Banks: Life Beyond Lending," Vol. 14, No. 4 (Winter 1987), p. 315.

Pitt & Williams, "The Glass-Steagall Act: Key Issues for the Financial Services Industry," Vol. 11, No. 3 (Fall 1983), p. 234.

**Initial Public Offerings**

Spanner, "A Litigation Perspective on the Prospectus Preparation Process for an Initial Public Offering," Vol. 16, No. 2 (Summer 1988), p. 115.

**Insider Trading**

Block & Barton, "Section 16(b) of the Exchange Act: An Archaic Insider Trading Statute in Need of Reform," Vol. 12, No. 3 (Fall 1984), p. 203.

- Brodsky & Swanson, "Insider Trading Litigation: The Obstacle to Recovery," Vol. 16, No. 1 (Spring 1988), p. 31.
- Hiler, "The Judiciary Considers the Nature of Confidential Relationships in Insider Trading Cases—A Look at *United States v. Reed*," Vol. 13, No. 2 (Summer 1985), p. 128.
- Janvey, "Criminal Prosecution of Insider Trading," Vol. 15, No. 2 (Summer 1987), p. 136.
- Janvey, "SEC Investigation of Insider Trading," Vol. 13, No. 4 (Winter 1986), p. 299.
- Prentice, "The Impact of *Dirks* on Outsider Trading," Vol. 13, No. 1 (Spring 1985), p. 38.
- Solinga, "A Proposed New Regime of Insider Trading Regulation," Vol. 14, No. 2 (Summer 1986), p. 99.

#### **Integrated Disclosure System**

- Nicholas, "The Integrated Disclosure System and Its Impact Upon Underwriters' Due Diligence: Will Investors Be Protected?" Vol. 11, No. 1 (Spring 1983), p. 3.

#### **Investment Newsletters**

- Draughon, "*SEC v. Lowe*: Redefining the Bona Fide Newspaper Exclusion," Vol. 14, No. 4 (Winter 1987), p. 291.

#### **Leveraged Buyouts**

- Torres, "Minority Shareholder Protection in Leveraged Buyouts," Vol. 13, No. 4 (Winter 1986), p. 356.

#### **Loans**

- Glidden, "When Are Loans Security Transactions?" Vol. 13, No. 3 (Fall 1985), p. 212.

#### **Lockups**

- Herzel, Colling & Carlson, "Misunderstanding Lockups," Vol. 14, No. 2 (Summer 1986), p. 150.

rate Directors in Takeover Contests," Vol. 11, No. 1 (Spring 1983), p. 44.

Booth, "Is There Any Valid Reason Why Target Managers Oppose Tender Offers?" Vol. 14, No. 1 (Spring 1986), p. 43.

### **Oil and Gas**

Federman, "Potential Liability From Indirect Remuneration in Private Oil and Gas Offerings," Vol. 11, No. 2 (Summer 1983), p. 135.

### **Parking of Stock**

Janvey, "Parking of Stock," Vol. 16, No. 2 (Summer 1988), p. 164.

### **Real Estate Securities**

Morgenstern, "Real Estate Securities and the Foreign Investor—Some Problems and a Proposal," Vol. 11, No. 4 (Winter 1984), p. 332.

### **RICO**

Brown, Shell & Tyson, "Arbitration of Customer-Broker Disputes Arising Under the Federal Securities Laws and RICO," Vol. 15, No. 1 (Spring 1987), p. 3.

### **Rule 10b-6**

Manning & Miller, "The SEC's Recent Revisions to Rule 10b-6," Vol. 11, No. 3 (Fall 1983), p. 195.

### **Rule 12b-1**

Burgunder & Hartmann, "The Mutual Fund Industry and Rule 12b-1 Plans: An Assessment," Vol. 15, No. 4 (Winter 1988), p. 364.

**Manipulation**

Silberberg & Pollack, "Are the Courts Expanding the Meaning of 'Manipulation' Under the Federal Securities Laws?" Vol. 11, No. 3 (Fall 1983), p. 265.

**Margin**

Browning & Jackson, "Brokers Beware! Private Cause of Action May Exist Under Margin Account Disclosure Rules," Vol. 13, No. 1 (Spring 1985), p. 3.

Van Smith, "The Custom of Margin Calls and Closing Out Commodity Futures Accounts Lacking Sufficient Margin—The Rule of Unwritten Law," Vol. 13, No. 2 (Summer 1985), p. 99.

**Materiality**

Bagby & Ruhnka, "The Predictability of Materiality in Merger Negotiations Following *Basic*," Vol. 16, No. 3 (Fall 1988), p. 245.

Jennings, Reckers & Kneer, "Concepts of Materiality and Disclosure—Can the Disciplines and Practitioners Agree?" Vol. 12, No. 4 (Winter 1985), p. 337.

**Mutual Funds**

Burgunder & Hartmann, "The Mutual Fund Industry and Rule 12b-1 Plans: An Assessment," Vol. 15, No. 4 (Winter 1988), p. 364.

**Officers and Directors**

Block, Barton & Garfield, "Advising Directors on the D & O Insurance Crisis," Vol. 14, No. 2 (Summer 1986), p. 130.

Block, Barton & Radin, "Indemnification of Corporate Officials," Vol. 13, No. 3 (Fall 1985), p. 239.

Block & Miller, "The Responsibilities and Obligations of Corpo-

**Underwriters**

Frerichs, Jr., "Underwriter Due Diligence Within the Integrated Disclosure System—If It Isn't Broken, Don't Fix It," Vol. 16, No. 4 (Winter 1989), p. 386.

Nicholas, "The Integrated Disclosure System and Its Impact Upon Underwriters' Due Diligence: Will Investors Be Protected?" Vol. 11, No. 1 (Spring 1983), p. 3.

**Uniform Limited Offering Exemption**

Crespi, "The Uniform Limited Offering Exemption: The Need for Amendment of Its Disqualification Provisions," Vol. 16, No. 4 (Winter 1989), p. 370.

**The Victim and Witness Protection Act of 1982**

Pickholz, "The Victim and Witness Protection Act of 1982—Implications for the In-House Counsel," Vol. 13, No. 3 (Fall 1985), p. 195.

**Written Consent**

Finkelstein & Varallo, "Action by Written Consent in Control Contests—Strategic and Legal Considerations," Vol. 14, No. 1 (Spring 1986), p. 3.

Finkelstein & Varallo, "Action by Written Consent in Control Contests: New Legislation and Recurring Questions," Vol. 15, No. 3 (Fall 1987), p. 253.



**SEC**

- Janvey, "SEC Investigation of Insider Trading," Vol. 13, No. 4 (Winter 1986), p. 299.
- Manning & Miller, "The SEC's Recent Revisions to Rule 10b-6," Vol. 11, No. 3 (Fall 1983), p. 195.
- May, "Accountants and the SEC: How to Avoid the Appearance of 'Opinion Shopping,'" Vol. 15, No. 2 (Summer 1987), p. 154.
- Propp, "The SEC's Shareholder Proposal Rule: Corporate Accountability at a Crossroads," Vol. 11, No. 2 (Summer 1983), p. 99.
- Steinberg, "SEC Disclosure Policy—Who Speaks for the Investor?" Vol. 14, No. 2 (Summer 1986), p. 122.

**Section 4(1½)**

- Olander & Jacks, "The Section 4(1½) Exemption—Reading Between the Lines," Vol. 15, No. 4 (Winter 1988), p. 339.

**Section 20(d)**

- Crespi, "Private Rights of Action for Option Position Holders Under Section 20(b) of the Securities Exchange Act," Vol. 16, No. 1 (Spring 1988), p. 21.

**Section 36(b)**

- Smith, "*Daily Income Fund v. Fox*—No Demand Requirement for Section 36(b) Advisory Suits Gives Rise to Potential Abuses," Vol. 12, No. 4 (Winter 1985), p. 299.

**Security Certificates**

- Ferrara & Alt, "Immobilization of the Security Certificate: The U.S. Experience," Vol. 15, No. 3 (Fall 1987), p. 228.

**SIPC**

- Brennan, "The Role of the SIPC in Brokerage Failures: A Case Study of the Demise of Bell and Beckworth," Vol. 13, No. 1 (Spring 1985), p. 18.